



NORFOLK SOUTHERN

Norfolk Southern Corporation
Law Department
Three Commercial Place
Norfolk, Virginia 23510-2191

J. Gary Lane
Senior General Attorney

Writer's Direct Dial Number
(804) 629-2818

November 11, 1992

9148-*Sm*
RECORDED 125

Mr. Sidney Strickland
Secretary
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, D. C. 20423

NOV 13 1992 -3 00 PM

INTERSTATE COMMERCE COMMISSION

Dear Mr. Strickland:

In accordance with 49 U.S.C. § 11303 and the Commission's Rules, I submit herewith for recording with the Commission four (4) counterparts, properly executed and acknowledged, of the document described below.

This document is a Statement of New Numbers, a secondary document, dated as of November 10, 1992. The primary document to which this is connected is recorded under Recordation No. 9148.

The names and addresses of the parties to the document to which this secondary document is connected are as follows:

TRUSTEE/LESSOR: Morgan Guaranty Trust Company
of New York
60 Wall Street
New York, New York 10260

LESSEE/GUARANTOR: Norfolk Southern Railway Company
(formerly Southern Railway Company)
Three Commercial Place
Norfolk, Virginia 23510

The equipment covered by the document is generally described as follows:

<u>Number of Units</u>	<u>General Description</u>	<u>AAR Symbol</u>	<u>Railroad's Road Numbers (old numbers)</u>
2	70-ton Box Cars	XM	SOU 530719 530782

A fee of \$16.00 is enclosed. Please return three of the original counterparts of the document, stamped with the Commission's recordation data, to J. Gary Lane, Norfolk Southern Corporation, Three Commercial Place, Norfolk, Virginia 23510.

A short summary of the document to appear in the index follows:

Statement of New Numbers dated as of November 10, 1992, with respect to Equipment Trust Agreement with Recordation No. 9148, dated January 15, 1978, covering two box cars, numbered SOU 530719 and 530782, changed to NS 411020 and 411021, respectively.

Very truly yours,

A handwritten signature in dark ink, appearing to read "J.G. Lane", written in a cursive style.

J. Gary Lane

jgl
encl.

Interstate Commerce Commission
Washington, D.C. 20423

11/16/92

OFFICE OF THE SECRETARY

J. Gary Lane

Senior General Attorney

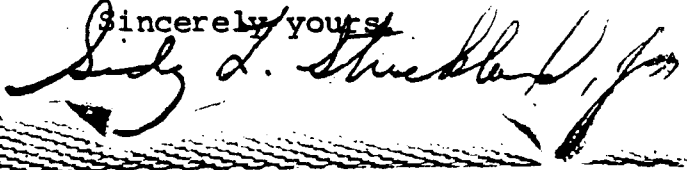
Norfolk Southern Corporation

Law Dept Three Commercial Place

Norfolk, Virginia 23510-2191

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/13/92 at 3:00pm , and assigned re-recording number(s). 9148-M, 10113-N, 10642-X, 10703-T & 10058-J

Sincerely yours,

Secretary

SIDNEY L. STRICKLAND, JR.

Enclosure(s)

SE-30
(7/79)

No. 1 of 1978

RECORDATION NO. 2148 6

STATEMENT OF NEW NUMBERS

NOV 13 1992 - 3 00 PM

INTERSTATE COMMERCE COMMISSION

STATEMENT OF NEW NUMBERS ASSIGNED TO TWO (2) BOX CARS BEARING THE SOUTHERN RAILWAY COMPANY ROAD NUMBERS SOU 530719 AND 530782, SUBJECT TO AN EQUIPMENT TRUST AGREEMENT DATED AS OF JANUARY 15, 1978, BETWEEN NORFOLK SOUTHERN RAILWAY COMPANY (FORMERLY NAMED SOUTHERN RAILWAY COMPANY) AND MORGAN GUARANTY TRUST COMPANY OF NEW YORK, AS TRUSTEE

Old Road Number
Assigned

New Road Number
Assigned

SOU 530719
SOU 530782

NS 411020
NS 411021

IN WITNESS WHEREOF, Norfolk Southern Railway Company has caused this instrument to be executed in its corporate name by its duly authorized officer, and its corporate seal to be hereunto affixed, duly attested, as of the 10th day of November, 1992.

NORFOLK SOUTHERN RAILWAY COMPANY

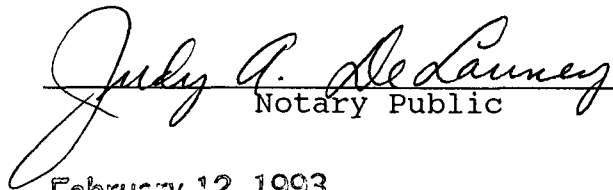
By: Willie R. [Signature]
Vice President

ATTEST:

Dezora M. Martin
Assistant Corporate Secretary

COMMONWEALTH OF VIRGINIA)
CITY OF NORFOLK) ss:

On this 10th day of November, 1992, before me personally appeared William J. Romig, to me personally known, who being by me duly sworn, says that he is a Vice President of Norfolk Southern Railway Company, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument by him on this date was the free act and deed of said corporation.


Notary Public

My Commission expires: February 12, 1993.